Anti-Bribery, Gifts and Hospitality Policy

cellnex

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1. Reasoning Behind It

Cellnex Group (hereinafter, "**Cellnex**") has kept a business commitment, throughout its history, with the various actors that interact with the group based on the ethical principles that guide Cellnex's functioning and that are a part of its corporate structure.



Cellnex condemns any corrupt practices contrary to the ethical principles and values and/or that might contradict the applicable legislation.

Cellnex considers it essential to have a useful control mechanism at one's disposal with the intent of avoiding, as much as possible, any gift, hospitality, donation, or any other similar benefit that might be reasonably perceived by a Third Party as a bribe.

Regarding the latter, with the present Policy, a regulatory compliance framework is established based on the Cellnex Anti-Bribery Management System ("ABMS").

2. Goal and Scope

Goal

Cellnex looks after building business relationships based on honesty and transparency, rejecting any conduct that might be destined towards gaining preferential treatment in the public as well as in the private sector.

For this reason, the goal of the in-force an Anti-Bribery, Gifts and Hospitality Policy is to avoid and prevent the offer, the provision or the acceptance of gifts, hospitalities, and similar benefits, whenever they are or might be perceived as an act of bribery or corruption.



The present Policy establishes a basic and compliance frame in anti-bribery according to what is established in the international regulation UNE-ISO 37001 about anti-bribery management systems.

Scope

The in-force Anti-Bribery, Gifts and Hospitality Policy is immediately applicable to the following Subject Persons:

Subject Persons

- **Members of the Board of Directors** of Cellnex.
- **All Cellnex's employees, members of the Management Bodies of Cellnex companies,** as well as **their immediate** or close **family members**.
- **Persons that act** inside and towards other companies, in the **name and in Cellnex's representation.**
- Cellnex's **clients and suppliers**.
- Stakeholders or any Third Party **that has or might have** a **direct or indirect bond** with Cellnex, **including Public Servants.**

Likewise, all the companies within Cellnex are obliged to the contents of the in-force ABMS and this Policy, regardless of their geographical location. In that regard, it is compulsory to meet the legal and regulatory settings specific to each of the companies that make up Cellnex.

3. Definitions

ABMS: Anti-Bribery Management System, in accordance with the international standard ISO 37001.

Bribe: The offer or receipt of any gift, loan, fee, reward, or other advantages for or of any person, as a way of inducing dishonest or illegal misconduct in a specific situation, like, for example, the management of a business.

CEC: Cellnex's Committee of Ethics and Compliance.

Cellnex: A business group formed by Cellnex Telecom and the companies which Cellnex Telecom owns or may have the control of, directly or indirectly, understanding by control:

- ✓ to hold the majority of voting rights,
- ✓ the faculty to name or dismiss the majority of the members of the management body, and/or,
- ✓ the faculty to dispose, considering the pre-signed contracts with third parties of the majority of voting rights.

Cellnex Telecom: Cellnex Telecom, S.A.

Code of Ethics: Basic Cellnex's rule that sets general conduct guidelines which are mandatory for all Subject Persons to it. None of Cellnex's internal set of rules can go against the Code of Ethics.

Confidential/Sensitive Information: Information that is written, verbal or recorded or disclosed by any other means that contains, among others, technical, financial and/or commercial data (such as clients or Partners' names, commercial operations, proposals, market forecasts, work documents, compilations, comparisons, studies or other documents, etc.) whose disclosure may harm Cellnex whatsoever, either directly or indirectly.

Conflict of Interest: Any situation where the unbiased and objective exercising of the Subject Persons' functions in Cellnex is compromised by family or affectionate reasons, political or national affinity, economic interest or any other direct or indirect personal interest.

Corruption: Abuse of power committed for one's benefit. It can signify not only financial benefits but also other types of advantages. This definition applies both to the public and private sectors.

International Transparency establishes three big categories of corruption according to the amount of funding involved and the sector where it is carried out: (i) large-scale corruption, (ii) petty corruption, and (iii) political corruption.

Corruption Prevention Procedure: Procedure whose main goal is to set the principles that must be followed to fight against corruption, which must be set as a guide to all directors, employees, and governance bodies in Cellnex, as well in as any third party, setting the appropriate standards to detect, investigate and solve any corruptive practice.

Facilitation Payments: Relatively petty payments carried out towards a person belonging to the public sector or to a person with a certifying function with the goal of ensuring or facilitating a necessary procedure or action, such as the issuance of entry or exit visas, police protection, phone services, energy or water, or custom facilitation, among others.

Gifts, Hospitalities, and other Similar Benefits: The following will be considered as gifts, hospitalities, donations, and similar benefits:

- ✓ gifts, entertainment, and hospitality,
- ✓ political or charity donations,
- ✓ travels of the client's representative or public officials,
- ✓ promotional expenses,
- ✓ sponsorships and benefits for the community,
- ✓ training programs or courses,
- ✓ memberships to clubs,
- ✓ personal favors, and/or
- ✓ Confidential, Sensitive and Privileged Information.

Inside Information: Nonpublic information of specific nature that refers, directly or indirectly, to securities or financial instruments or to the issuer of said assets, including financial operations that are being studied or negotiated by Cellnex, and that, if they were to become public, they would be likely to influence to an appreciable extent Cellnex's securities or financial instruments' stock price or of any derivative financial instrument related thereto.

It will be considered that information is likely to influence the market stock price to an appreciable extent when such information could serve as one of the elements that a reasonable investor would use to make an investment decision.

Internal Regulation: Procedures, processes, guides, regulations and/or instructions internally generated by Cellnex that develop the behavioral standards defined in the Code of Ethics.

Legislation: Set of rules dictated by any public authority.

Ethics Channel Policy: Policy that governs the principles, framework and use of the Ethics Channel.

Public Servants: The following will be considered public servants:

- ✓ public position holders on a national, state/province, or municipal scale, including members of legislative organs, holders of executive positions, and the ones belonging to the judicial power,
- ✓ political parties' responsible,
- ✓ public position candidates,
- ✓ government employees, including employees within ministries, governmental agencies, administrative tribunals, and public assemblies and,
- ✓ public servants of international public organizations.

Query: The arising of any doubt or question that is related to the behavior of those Subject Persons in the matter of compliance with the Code of Ethics, its internal development, and with any applicable external rule.

Socially Acceptable Practices: They are considered as such those that, if made public, will not have any repercussions or negative impact on Cellnex's image or reputation.

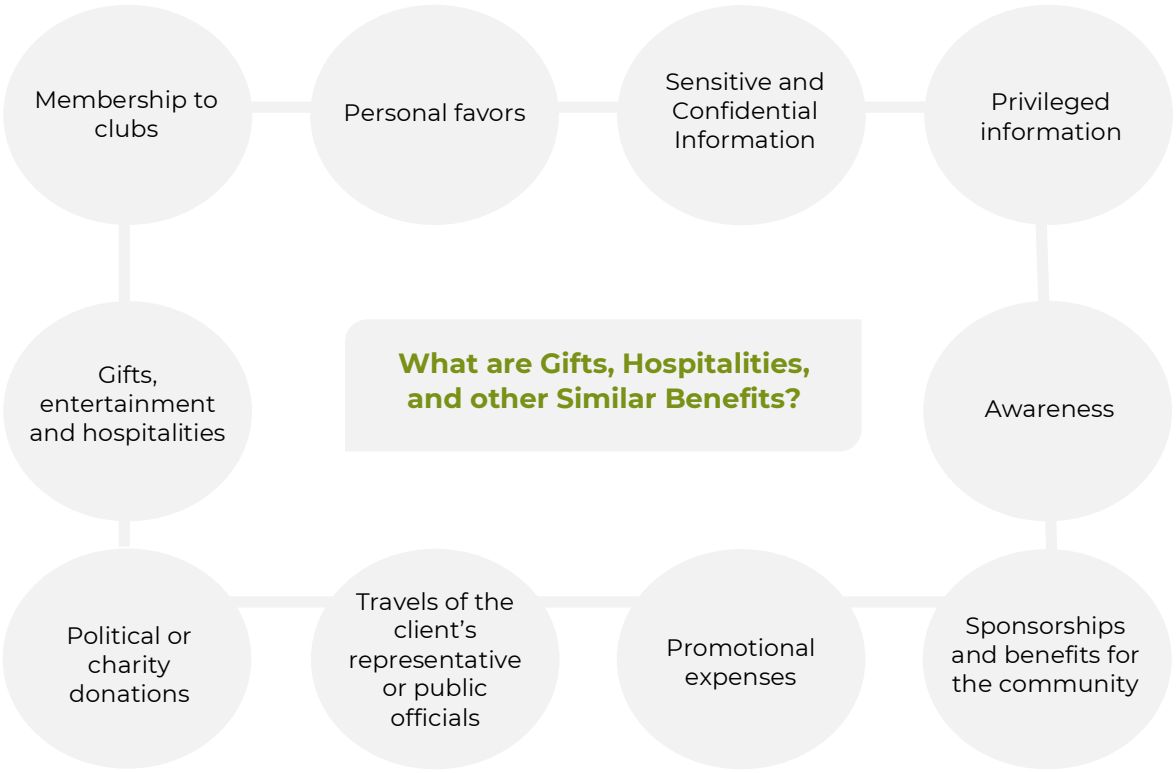
Stakeholders: Cellnex's stakeholders are, among others: (i) suppliers, (ii) clients, (iii) Shareholders, (iv) investors, (v) public regulatory administrations, (vi) sectorial associations and international organizations, (vii) the media, (viii) Partners in shared projects, (ix) site providers, (x) communities in which Cellnex's activity is developed, and (xi) any other physical or legal person who is related in any way to Cellnex.

Subject Persons: (i) members of Cellnex's Board of Directors, (ii) all Cellnex's employees, members of the Management Bodies of Cellnex companies, as well as their immediate

and close family members, (iii) persons that act inside and towards other entities in the name and representation of Cellnex, (iv) Cellnex's clients and suppliers and, (v) Stakeholders or any Third Party that has or might have a direct or indirect link with Cellnex, including, Public Servants.

Third Parties: Natural person or legal entity that are independent from Cellnex.

4. Concept, Requirements and Limitations



General prohibition

All forms of bribery and corruption are prohibited. Therefore, it is generally forbidden offering, receiving, pledging, paying, giving, or authorizing the delivery of any valuable object, whether that be directly or indirectly, to any public official or any public employee or natural person or legal entity (public or private) to influence, directly or indirectly, the behavior of the recipient of the valuable object.

Likewise, offering and receiving any type of bribery, commission, pledge, or advantage is strictly forbidden.

Any gift and/or hospitality received or gifted by any Subject Person will have to be motivated by the gratitude and/or the existence of a personal relationship and its acceptance will only be authorized if all the following requirements are met.

What is forbidden?

Offering, accepting, pledging, paying, giving, or authorizing gifts and hospitalities.

For whom?

Public officials, employees, natural person or legal entity (public or private).

With what purpose?

To influence directly or indirectly in a decision or to condition the conduct of who receives said gift, present, hospitality or similar benefit.

Are there exceptions?

Yes, the established limitations and requirements may be checked on a case-by-case basis if required.

Requirements and limitations to accept Gifts, Hospitalities and other Similar Benefits:

1	They must comply with the applicable in-force legislation within the corresponding country.
2	They must not contradict, in any way, Cellnex's Code of Ethics, the Corruption Prevention Procedure or its development rules.
3	They must not exceed the commercial or usual gift practices.
4	Their purpose must not be to influence Third Parties, to keep or gain any benefit or improper business nor to gain or exchange any special treatment (other than the normal business circumstances).
5	They must not induce the giver or recipient of it not to perform their professional activity in an independent and objective way.
6	They must not lead to situations of Conflict of Interest.
7	They must not be worth over 100 euros (or an equivalent quantity in the local currency).
8	They must not consist of cash money, gift cards and/or any other means of payment that allows money transfer, independently of its modality and duration.
9	They must not offer the authorities or public officials, except when their value is petty or testimonial, reasonable, proportional, and socially acceptable with the local practice.
10	The identification of the offeror and the intended recipient of the gift, present or hospitality must be on the record and, in no case, must the home residence of the recipient of the gift or of any person linked to them be on the record.
11	They must be offered openly and in a transparent manner, letting it be known.



When should I be suspicious?

A question checklist which we should ask ourselves in case of doubt regarding whether a gift, hospitality or similar benefit can be accepted is the following:

Does it exceed 100 euros?

Is it cash, gift cards or any support that facilitates the transfer of money?

Can I openly and transparently show it to others?

Is it against the internal or external applicable regulation?

Would I be in trouble if this was published by the press?

Does it influence my sales relationships with my clients, suppliers, partners or Third Parties?

Does it affect my professional activity in a subjective way?

Does the acceptance of the gift generate preferential treatment?

5. Communication of Irregularities, Non-Compliance and Queries: Ethics Channel

The Ethics Channel is part of the Cellnex's Internal Reporting System and provides a safe space for our employees, business partners, stakeholders and other third parties to solve queries on ethics and integrity topics, report infringements of our Code of Ethics, internal regulations, our ABMS, and applicable legislation and submit harassment grievances.

The interaction with Cellnex through this Channel is based on the following principles:

- ✓ **Confidentiality.** Strict confidentiality is guaranteed for the identity of all individuals concerned and any third parties mentioned in the reports, as well as the information contained in them.
- ✓ **Anonymity.** The Ethics Channel allows for the submission of anonymous reports.
- ✓ **Assurance of rights.** In managing the reports, Cellnex guarantees full respect for the fundamental rights of every person concerned.
- ✓ **No retaliation.** Cellnex maintains a strict zero-tolerance policy with any form of retaliation against the persons who, in good faith, submit reports or queries.
- ✓ **Objective investigation.** All reports are handled with objectivity, independence, and impartiality, ensuring the absence of conflicts of interest.
- ✓ **Timely processing.** Reports and queries will be processed promptly and diligently.
- ✓ **Data protection.** All processed personal data will be handled in compliance with applicable personal data protection laws and Cellnex's internal privacy framework.
- ✓ **Use in good faith.** Reports containing false accusations or information that is known to be inaccurate, or misleading will be rejected and could lead to disciplinary consequences.

The Ethics Channel is easily accessible through the following link:

https://www.cellnex.com/ethics-channel

The CEC may, at its own discretion, initiate investigations into any matter giving rise to reasonable indications of non-compliance with the ABMS or this Policy.

6. Sanctioning Regime

The present Gifts and Hospitality Policy has the consideration of an obligatory compliance rule, for which its violation will imply an infraction of it.

The non-compliance of the dispositions within it, as well as the rest of Cellnex's Internal Regulations, can entail the application of disciplinary measures according to the Cellnex's Disciplinary System and the labor law that applies to each of the countries that make up Cellnex, without affecting other responsibilities the offender might have incurred.

It will be the responsibility of Cellnex's CEC to look after the compliance of the in-force Gifts and Hospitality Policy.

7. Approval, Revision, Diffusion and Awareness

Approval



The present Anti-Bribery Gifts and Hospitality Policy has been approved by Cellnex's Board of Directors in their meeting, which took place on November 5, 2026 being in force from then on.

Revision



Cellnex's Committee of Ethics and Compliance will periodically revise the content of the present Anti-Bribery, Gifts and Hospitality Policy, ensuring that it includes the recommendations and international best practices in force at any given time, and will propose modifications and updates that contribute to its development and continual upgrade.

Diffusion



Likewise, it shall be the duty of the Cellnex Committee of Ethics and Compliance to promote the knowledge and application of the current Anti-Bribery, Gifts and Hospitality Policy among all Subject Persons defined in the "*Purpose and Scope*", who must be aware of its content.

Awareness



Cellnex will promote the corresponding awareness to all members of the organization for their knowledge of the ethical principles, as well as the duties and rules of conduct derived from the Anti-Bribery, Gifts and Hospitality Policy.

8. Changes Control

Version	Elaborated by	Validity
1	Committee of Ethics and Compliance	26/01/2023
2	Committee of Ethics and Compliance	02/07/2024
3	Committee of Ethics and Compliance	05/11/2026